This is an English translation of the original Japanese-language press release dated February 8, 2019 and is provided for reference purposes only.

Readers are advised that the Company does not guarantee the accuracy of the content contained in this report. In the event of any discrepancy between this translation and the Japanese original, the Japanese original shall prevail.



## **N**EWS RELEASE

Design for Sports

February 22, 2019

Notice of Receipt of Statement from the Company Retirees Association on "Tender Offer of the Common Shares of Descente Ltd. by BS Investment Corporation"

Today Descente Ltd. announced that it received from the Company Retirees Association a statement regarding BS Investment Corporation's tender offer of the Common Shares of Descente Ltd. as outlined in the attached sheet.

## Statement on "Tender Offer by ITOCHU Corporation"

DESCENTE SPIRIT President Tsutomu Hoshida

In response to the recently announced tender offer for shares of Descente Ltd. ("Descente") by a wholly-owned subsidiary of ITOCHU Corporation ("ITOCHU"), Descente announced on February 7, and the Central Executive Committee of the All Descente Union announced on February 8 its intention to "Oppose to the tender offer"

The main reasons for Descente's opposition for the tender offer are following;

- ITOCHU's profits are given priority and Descente's corporate value is likely to be damaged.
- It is difficult to establish a governance system for the common interests of shareholders.

The Central Executive Committee of the All Descente Union also announced that it would not accept a tender offer from ITOCHU for following reason.

- It can cause great anxiety in the creation of a working environment that is rewarding for employees and can have a significant impact on the relationship of trust between labor and management, employment, and working conditions that support Descente's value

DESCENTE SPIRIT, a gathering of Descente retirees who have inherited Descente's founding spirit of "Creativity, Challenge, Integrity and Harmony", expresses the following.

Based on the judgment that, if the tender offer is consummated, there is a high risk that Descente's founding spirit, which has continued for over 80 years, will be lost in a regime whereby ITOCHU will substantially control Descente, we express our full agreement to Descente's expressed intention to "Opposing the tender offer by ITOCHU for shares in the company.".

We also expressed our agreement to the stance of the Central Executive Committee of the All Descente Union that "The tender offer is not acceptable.", fearing that once the tender offer is consummated, it will be difficult to engage in "Younger employees will inherit the spirit of Descente, and in a corporate culture that is rewarding to work, we will enhance Descente's corporate value based on the relationship of trust between labor and management." and that as a result, corporate value will likely be impaired.